



天津港發展控股有限公司

Tianjin Port Development Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03382)

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS DIRECTOR

Pursuant to Article 113 of the Articles of Association of Tianjin Port Development Holdings Limited (the “Company”), no person, other than a retiring director of the Company, shall, unless recommended by the board of directors (the “Board”) of the Company for election, be eligible for election to the office of the director of the Company (the “Director”) at any general meeting, unless notice in writing of the intention to propose a person for election as a Director and notice in writing by that person of his willingness to be elected shall have been lodged at the Company. The period for lodgment of the notices will commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than 7 days prior to the date of such general meeting and the minimum length of the period during which such notices to the Company may be given will be at least 7 days.

If a shareholder wishes to propose a person to stand for election as a Director, the following documents must be lodged at the Company: (i) a notice of intention to propose a person for election as Director at the general meeting, and (ii) a notice executed by the nominated candidate of the candidate’s willingness to be elected together with that candidate’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The period for lodgment of above written notices shall commence no earlier than the day after the dispatch of the notice of general meeting and end no later than seven (7) days prior to the date of the general meeting. The Company is required under rule 13.73 of the Listing Rules to provide the information about the proposal in a supplementary circular or by way of an announcement not later than 10 business days before the general meeting. If the above notices are received by the Company less than 21 days prior to the general meeting, the Company may need to consider the adjournment of the general meeting.

Note :

Shareholders may view the details of rules 13.51(2) and 13.73 of Chapter 13 of the Listing Rules at the Stock Exchange’s website as follows :

http://www.hkex.com.hk/eng/rulesreg/listrules/mbrules/documents/chapter_13.pdf

Hong Kong, 30 March 2012